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Attorneys for Nominal Defendant
PMC-SIERRA, INC. and Individual Defendants

UNITED STATES DISTRICT COURT
NORTHERN DISTRICT OF CALIFORNIA
SAN JOSE DIVISION

DR. IAN BEISER, Derivately on Behalf of
PMC-SIERRA, INC.,

Plaintiff,

v.

ROBERT L. BAILEY, ALAN F. KROCK,
GREGORY AASEN, STEFFEN PERNA,
COLIN HARRIS, RICHARD E.
BELLUZZO, JAMES DILLER, SR.,
MICHAEL FARESE, JONATHAN JUDGE,
WILLIAM KURTZ and FRANK
MARSHALL,

Defendants,

And

PMC-SIERRA, INC., a DELAWARE
CORPORATION

Nominal Defendant.

CASE NO. C-06-05330-RS

**STIPULATION AND ~~PROPOSED~~
ORDER TO EXTEND TIME FOR
DEFENDANTS TO RESPOND
DERIVATIVE COMPLAINT**

Hon. Richard Seeborg

1 WHEREAS, on August 29, 2006, plaintiff Dr. Ian Beiser, ("Plaintiff") filed the
2 above-captioned derivative matter purportedly on behalf of PMC-Sierra, Inc. (the "Company");

3 WHEREAS, on or about October 13, 2006, in exchange for acceptance of service
4 of the Complaint on behalf of all defendants who had not yet been served as of that date, counsel
5 for Plaintiff agreed to allow the Company and the Individual Defendants (collectively
6 "Defendants") an extension of time to respond to the Complaint until and including November
7 17, 2006;

8 WHEREAS, on October 16, 2006, a related derivative action purportedly brought
9 on behalf of the Company was filed in this Court, captioned *Barone v. Bailey, et al.*, N.D. Cal.
10 Case No. 4:06-CV-06473-SBA;

11 WHEREAS, on October 26, 2006, Plaintiff filed a Motion to Consolidate Actions
12 and To Appoint Lead Plaintiff and Lead Counsel ("Motion to Consolidate") in order to
13 consolidate the above-captioned derivative matter with the *Barone* action;

14 WHEREAS, the hearing on Plaintiff's Motion to Consolidate is scheduled for
15 December 6, 2006 at 9:30 a.m.;

16 WHEREAS, Plaintiff anticipates that, at some point after the resolution of his
17 Motion to Consolidate, the current Complaint will be superseded by a Consolidated Amended
18 Derivative Complaint;

19 WHEREAS, the parties believe that postponing the date by which Defendants
20 currently must respond to the Complaint until after such time as the Consolidated Amended
21 Derivative Complaint is filed and served would conserve the resources of the Court and the
22 parties;

23 THEREFORE, the parties hereby stipulate, and request the Court to order, that
24 Defendants need not respond to the current Complaint in this matter until such time as the
25 Consolidated Amended Derivative Complaint is filed and served. Defendants shall have up to

26 ///

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1 and including 30 days after the filing of the Consolidated Amended Complaint in which to file an
2 answer, motion to strike or dismiss, or otherwise respond to the Consolidated Amended
3 Complaint.

4
5 Dated: November 17, 2006

LATHAM & WATKINS LLP

6
7 By: /s/
8 Ellen K. Brown

9 Attorneys for Nominal Defendant PMC-
10 SIERRA, INC. and Defendants
11 ROBERT L. BAILEY, ALAN F.
12 KROCK, GREGORY AASEN,
13 STEFFEN PERNA, COLIN HARRIS,
14 RICHARD E. BELLUZZO, JAMES
15 DILLER, SR., MICHAEL FARESE,
16 JONATHAN JUDGE, WILLIAM
17 KURTZ and FRANK MARSHAL

18
19 Dated: November 17, 2006

20 LERACH COUGHLIN STOIA GELLER
21 RUDMAN & ROBBINS LLP

22 By: /s/ (With express authorization)
23 Shawn A. Williams
24 Attorneys for Plaintiff

25 *Filer's Attestation: Pursuant to General*
26 *Order No. 45, Section X(B) regarding*
27 *signatures, Ellen K. Brown hereby*
28 *attests that concurrence in the filing of*
this document has been obtained.

~~PROPOSED~~ ORDER

Having considered the parties' Stipulation to Extend Time for Defendants to Respond to the Complaint, and good cause appearing, the Court hereby GRANTS the parties' stipulation. Defendants are not required to respond to the current Complaint because it is anticipated that a Consolidated Amended Derivative Complaint will be filed after the resolution of Plaintiff's Motion to Consolidate. Defendants shall have up to and including 30 days after the filing of the Consolidated Amended Complaint in which to file an answer, motion to strike or dismiss, or otherwise respond to the Consolidated Amended Complaint.

IT IS SO ORDERED.

Dated: November 17
_____, 2006



Honorable Richard Seeborg